

We hereby certify this to be
a true copy of the original.

Company number: 11815781

THE COMPANIES ACTS 1985-1989

COMPANY LIMITED BY SHARES

WRITTEN RESOLUTIONS

OF

GLORY CARE CENTRE LTD (the Company)

David Wershof Solicitor
WISEMAN LEE LLP
9-13 CAMBRIDGE PARK
WANSTEAD
LONDON E11 2PU
DX 52553 Wanstead
TEL No: 020 8215 1000

25.07.22

Circulation date 19 JULY 2022

Pursuant to Chapter 2 of Part 13 of the Companies Act 2006 (Act), the undersigned, being the members of the Company for the time being entitled to attend and vote at general meetings of the Company, makes the following resolutions that the Directors of the Company have recommended be passed as a special resolution (in the case of resolution 1) and an ordinary resolution (in the case of resolution 2) of the Company:

SPECIAL RESOLUTION

1 That the Articles of Association of the Company be amended by the addition of new Articles 26(6) and (7) as set out below (and such amended Articles of Association duly adopted by the Company):

(6) Notwithstanding anything contained in these Articles, the directors shall not decline to register any transfer of shares, nor may they suspend or delay registration thereof where such transfer:

- (a) is to any bank or institution to which such shares have been charged by way of security, or to any trustee, nominee, successor, permitted assignee or transferee of such a bank or institution (a "Secured Institution"); or
- (b) is delivered to the Company for registration by a Secured Institution or its nominee in order to perfect its security over the shares; or
- (c) is executed by a Secured Institution or its nominee pursuant to the power of sale or other power under such security.

(7) Notwithstanding anything contained in these Articles, the Company shall have no lien on any shares which have been charged by way of security to a Secured Institution and, furthermore, notwithstanding anything to the contrary contained in these Articles:

FRIDAY



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RM 16/09/2022 #103
COMPANIES HOUSE

Please read the notes at the end of this document before signifying your agreement to the resolutions set out in it (**Resolutions**).

The undersigned, all the shareholders entitled to vote on the Resolutions on 19 July 2022, hereby irrevocably agree to the Resolutions.

AGREEMENT

shall be required to offer shares which are the subject of any transfer aforesaid to any shareholders for the time being of the Company or any of them, and no such shareholder shall have any right under these Articles or otherwise howsoever to require such shares to be transferred to them for consideration or not."

- Institution or its nominee,
- (c) no receiver or manager appointed by or on behalf of a Secured
 - (b) no Secured Institution or its nominee; and
 - (a) no transferor of any shares in the Company or proposed transferor of such shares to a Secured Institution or its nominee;

Signed by

Date

MR XIAOXUAN CHEN

19.07.2022

Signed by

Date

MS WENJING HE

19.07.2022

NOTES

1. You can choose to agree to the Resolutions or not. If you agree to the Resolutions, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:

- **By hand:** delivering the signed copy to Glory Care Centre Ltd at Alexander House Care Home, 1-3 Palewell Park, London, England, SW14 8JQ.
- **Post:** returning the signed copy by post to Glory Care Centre Ltd at Alexander House Care Home, 1-3 Palewell Park, London, England, SW14 8JQ.
- **E-mail:** by attaching a scanned copy of the signed document to an e-mail and sending it to []. Please enter "Written resolution dated [CIRCULATION DATE]" in the e-mail subject box.

You may not indicate your agreement to the Resolutions by any other method.

If you do not agree to the Resolutions, you do not need to do anything: you will not be deemed to agree if you fail to reply.

2. Once you have indicated your agreement to the Resolutions, you may not revoke your agreement.

3. Unless, by 28 days, sufficient agreement has been received for the Resolutions to pass, they will lapse. If you agree to the Resolutions, please ensure that your agreement reaches us before or during this date.

4. In the case of joint holders of shares, only the vote of the senior holder who votes will be counted by the Company. Seniority is determined by the order in which the names of the joint holders appear in the register of members.

5. If you are signing this document on behalf of a person under a power of attorney or other authority please send a copy of the relevant power of attorney or authority when returning this document.